

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF NEW YORK

CHRISTINE SARACENI,

Plaintiff,

v.

Civil No.: 19-CV-1152

M&T BANK CORPORATION,

Defendant.

DECLARATION OF JANE M. HARRINGTON

I, Jane M. Harrington, under penalty of perjury and pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am the Administrative Vice President and Reverse Mortgage Sales Manager for M&T Bank Corporation. The purpose of this declaration is to present the Court with facts related to the pending motions for preliminary injunction and to seal M&T records.
2. I worked with Christine Saraceni for the full length of her employment at M&T. I trained Ms. Saraceni when she first began at M&T in the Reverse Mortgage Department. Ms. Saraceni reported directly to me from 2010 until her last day at M&T.
3. A Reverse Mortgage Department consists of loan officers who assist senior homeowners by issuing them reverse loans, allowing the borrower to access their home's

equity, using the home as collateral. The homeowner gains access to the equity in his or her home in order to supplement retirement income without payments.

4. Whenever a new employee would join the bank, M&T would ask the employee to prepare a mailing list for people she would like to inform of her new employment. M&T would use the list to send out “Look Who Joined” postcards to the employee’s family and friends, notifying them of the person’s new employment.

5. This past June, M&T decided to close the Reserve Mortgage Sales Department. This resulted in the exiting of the full sales department and its employees, including Ms. Saraceni. The members of our department were notified of this decision on June 26, 2019 and informed that their last working day would be July 26, 2019. Employees were reminded of their responsibilities to adhere to M&T policies and that they were not to take customer information out of M&T.

6. On July 24, I received an email notification from M&T’s Cybersecurity Risk Management Team stating that an exception to a Cybersecurity Standard had been requested. The notification directed me to log into the application “to decision” the request. The email concluded by stating the following: “Remember, this is a request to make an exception to a standard that is designed to protect the Bank and its customers. Prior to approval, please ensure

there are documented controls in place to mitigate the risk of the exception.” A copy of this email correspondence is attached as **Exhibit A**.

7. I had never seen a request like this before. When I opened the application, I saw that the request was made by Ms. Saraceni. Ms. Saraceni wrote that she “[u]nderstand[s] this is a security exception, and will use responsibly. Only need to transfer photos, will not transfer other file types.” A screenshot of this request is attached as **Exhibit B**.

8. I sent an email to Ms. Saraceni the next morning, July 25, inquiring about the security exception I had received from her. I explained that I was unsure as to what she was looking for and asked her to call me to discuss. Ms. Saraceni did not respond. A copy of this email correspondence is attached as **Exhibit C**.

9. Also on the morning of July 25, I sent an email to all the employees in the department, including Ms. Saraceni, with a few wrap up items to keep in mind. I reminded the employees they were not to take any of our electronic tools or job aides with them, as those are property of M&T, and secondly, I reiterated, “[y]ou can’t email yourself any of your client info, or M&T materials.” A copy of my email reminder is attached as **Exhibit D**.

10. I then contacted Ruth DeVeronica, an administrative assistant in our Rochester office who typically handled Ms. Saraceni’s technology issues, to ask about the

security exemption request I had received from her. Ms. DeVeronica did not know anything about it.

11. I decided to contact Meghan Frank, a Vice President and Senior Employee Relations Specialist in the Human Resources Department. I forwarded the exception request message to Ms. Frank. I stated that I was unsure of what Ms. Saraceni was trying to do and I was concerned she may be taking information. **Exhibit A.**

12. Ms. Frank asked me to reach out to Ms. Saraceni to better understand what she was trying to accomplish. **Exhibit A.**

13. Ms. Saraceni ultimately left me a message saying I should forget about the security exemption request because she had gotten what she needed.

14. I reported this back to Ms. Frank, who thanked me for letting her know and told me she would look into the matter.

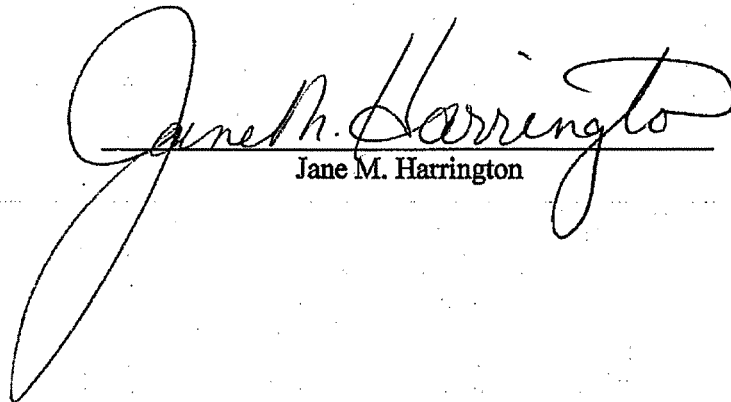
15. I have been informed of the list of documents Ms. Saraceni sent to herself and to her husband in the days leading up to her departure. One of the documents Ms. Saraceni sent her husband was a document I had created, "Reverse Mortgage – Information – contact list.pdf," a resource for my loan officers to give to their branches and non-branch bank partners to provide them a resource path to assist their customers. This document was not authored by Ms. Saraceni nor was it hers to distribute outside of M&T. A copy of the email Ms. Saraceni sends with the file "Reverse Mortgage – Information – contact list.pdf" is attached as **Exhibit E.**

16. Ms. Saraceni also sent herself the document titled “June 2019 Chairman’s Club – Reverse.xlsx” a highly confidential M&T document that contains financial data on the individual performance of the reserve loan officers as well as the performance of the total department. It was not distributed in June 2019 to the Reverse Mortgage Department. I know this because I would have been the one to distribute it, and I did not. I cannot conceive of how Ms. Saraceni obtained this list. It was created for internal purposes. The data revealed about the sales volumes and performance of the Reverse Department and of Ms. Saraceni’s colleagues is confidential and is not for distribution outside of bank employees, and when it is distributed internally (which this one was not), it is not distributed widely. This information is never made public or to be transmitted out of M&T. A copy of the email Ms. Saraceni sends with the file “June 2019 Chairman’s Club – Reverse.xlsx” is attached as **Exhibit F**.

17. The document “Top Firms Database for Mail merging – use this one.xlsx,” which Ms. Saraceni sent to her husband, is also highly proprietary. It contains sheets called Top Brokerage Firms; Top CPA Firms; Top Law Firms; and Top Money Managers. This is a strategic M&T document. This document and its contents were developed in the course of employment at M&T by other M&T employees on M&T systems. They are confidential bank documents used as a roadmap for leadership in making strategic decisions about various branches and bank partnerships. It is a compilation of information gathered over time. A copy of the email Ms. Saraceni sends with the file “Top Firms Database for Mail merging – use this one.xlsx,” is attached as **Exhibit G**.

18. According to the email transmission, Ms. Saraceni sent the Top Firms Database to her husband as well. This is a strategic M&T document that Ms. Saraceni has sent to a competitor. The public release of any of these documents would cause competitive damage to M&T because competitors would have a shortcut to M&T information that has been developed over time, like the Database of top firms, and by revealing sales information and concentrations, like the Chairman's Club document. Neither were ever intended for distribution or exposure outside of M&T.

Dated: October 8, 2019



Jane M. Harrington

EXHIBIT A

Message

From: Harrington, Jane [jharrington@mtb.com]
Sent: 7/25/2019 10:38:54 AM
To: Frank, Meghan [mmfrank@mtb.com]
CC: Buscaglia, Nick [nbuscaglia@mtb.com]
Subject: RE: Cybersecurity Standard Exception # EXC-210244 - Pending Direct Manager Decision

I emailed her and she is not contacting me back.

Please click on the links below to learn more about M&T's Reverse Mortgage for seniors

Link to the M & T Reverse page:

<https://www.mtb.com/mortgages-loans/mortgages/reverse-mortgages>

Link for the M & T reverse video only:

<https://www.mtb.com/mortgages-loans/mortgages/reverse-mortgages/reverse-mortgage-right-for-me>



Jane M. Harrington, CRMP
Administrative Vice President
Reverse Mortgage Sales Manager
NMLS# 475008
(716) 725-7227
Fax: (855) 705-2704

M&T Bank - "Understanding What's Important"

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notify the sender immediately by e-mail and delete the original message. Thank you for your cooperation.

From: Frank, Meghan
Sent: Thursday, July 25, 2019 10:34 AM
To: Harrington, Jane
Cc: Buscaglia, Nick
Subject: RE: Cybersecurity Standard Exception # EXC-210244 - Pending Direct Manager Decision

Hi Jane,

I am not familiar with this type of request. I have never had an exiting employee request this exception. I would recommend reaching out to Chris to better understand what she is trying to accomplish.

From: Harrington, Jane
Sent: Thursday, July 25, 2019 10:32 AM
To: Frank, Meghan
Cc: Buscaglia, Nick
Subject: FW: Cybersecurity Standard Exception # EXC-210244 - Pending Direct Manager Decision
Importance: High

Not sure what Chris is trying to do.

We have no reason transfer "photo's" we don't have photo's on the laptop.

We have many of the files that are PDF, my briefcase buddy. Those tools should never be taken. I created all those and I am not taking the electronic files.

I am concerned that she is taking info. Should we do anything?

Can you call me
j

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Link for the M & T reverse video only:

<https://www.mtb.com/mortgages-loans/mortgages/reverse-mortgages/reverse-mortgage-right-for-me>

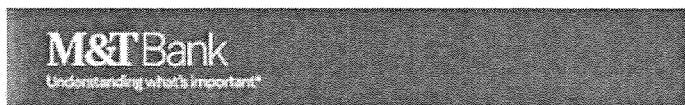


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From: Cybersecurity Exception Management
Sent: Wednesday, July 24, 2019 3:56 PM
To: Harrington, Jane
Subject: Cybersecurity Standard Exception # EXC-210244 - Pending Direct Manager Decision



An exception to a Cybersecurity Standard was requested and requires your decision in the Policy Exceptions Module of the eGRC Application.
[EXC-210244](#)

Please log into the eGRC Application at [link](#) to decision this request. Remember, this is a request to make an exception to a standard that is designed to protect the Bank and its customers. Prior to approval, please ensure there are documented controls in place to mitigate the risk of the exception.

For more information and Job Aids, visit the [Exceptions to Corporate Technology And Cybersecurity Standards page](#).

Thank you,
Cybersecurity Risk Management Team

EXHIBIT B

From: Cybersecurity Exception Management
To: @Harrington, Jane
Cc:
Subject: Reminder - Cybersecurity Standard Exception # EXC-210244 - Pending Direct Manager Decision

Sent: Wed 8/14/2019 3:02 AM



An exception to a Cybersecurity Standard was requested and requires your decision in the Policy Exceptions Module of the eGRC Application. [EXC-210244](#)

Please log into the eGRC Application at link to decision this request. Remember, this is a request to make an exception to a standard that is designed to protect the Bank and its customers. Prior to approval, please ensure there are documented controls in place to mitigate the risk of the exception.

For more information and Job Aids, visit the [Exceptions to Corporate Technology And Cybersecurity Standards page](#).

Thank you,
Cybersecurity Risk Management Team

EXC-210244 Exception Requests

NEW EDIT

Exception ID: EXC-210244

Exception Request Type: Cybersecurity / Technology Standard

Are you requesting an exception to an Application or for a User?

Request Type: User Access

Requestor: ESYNBC2

Exception Requested on Behalf Of: Other User- Not Direct Report

Beneficiary: 0009209

Standard Subcategory: C:\A.I. External Media Write Via USB - a-MADxx-GPUxx-EXPT-PCS-Wxx-USR-AllowUSBStorRW

Exception Start Date: 7/24/2019

Exception Start Date should not be less than Today's Date

Cybersecurity/Technology Standard

Exception Declaration

Review and Approvals

▼ GENERAL INFORMATION

Direct Manager: JANE HARRINGTON

Standard Owner: KREUZER, HEATHER 1005 INFORMATION SECURITY

Domain Owner: KREUZER HEATHER 1005 INFORMATION SECURITY

▼ EXCEPTION DECLARATION

Exception Description: Please provide a description of the requirement within the standard for which you are requesting an exception. Be as specific as you can when describing what you need. For example, "I need ABC Access to XYZ" or "I need to Transfer Photos"

Need to Transfer Photos

If this Exception applies to specific Device(s), click on the look up to add the Device(s) that the exception changes would apply to.

Devices(s) in Scope

2
Device ID

No Records Found

Number of Devices:

User(s) in Scope: If this Exception applies to specific User(s), click on the look up to add the User(s) that this access would apply to.

Type	Status
1	

Device Name

type 1

▼ status

Environment

Exception Declaration

Review and Approvals

GENERAL INFORMATION

Direct Manager: JANE HARRINGTON
Standard Owner: KREUZER, HEATHER 1005 INFORMATION SECURITY
Domain Owner: KREUZER, HEATHER 1005 INFORMATION SECURITY

Active Date:
Closed Date:

EXCEPTION DECLARATION

Exception Description: Please provide a description of the requirement within the standard for which you are requesting an exception. Be as specific as you can when describing what you need. For example, "I need ABC Access in order to perform XYZ functions".

Need to Transfer Photos

If this Exception applies to specific Device(s), click on the link up to add the Device(s) that the exception changes would apply to

Device(s) In Scope

Device ID	Device Name	Type	Status	Environment	Physical/Virtual
2		1			

No Records Found

Number of Devices:

User(s) In Scope: If this Exception applies to specific User(s), click on the link up to add the User(s) that this access would apply to.

SARACENI, CHRISTINE 1809 REVERSE MTG SALES

Number of Users: 1

Scope: If you are unable to use the Device/User in Scope look up field(s), please explain who or what this exception applies to.

N/A For Christine Saraceni

Number of Items in Scope: DO NOT COUNT the Items in the Device(s) or User(s) Look-Up Fields. Only count Items in the Scope Test field. If there are zero additional Scope Items, please enter "0".

1

Total Number of Items in Exception: 2

Business Justification: Provide detail on why this exception is necessary and how it will specifically apply to enabling an application to function or the user to complete job duties/role requirements.

Need to be able to transfer photos related to work

Risk Mitigation: List the controls in place or measures that will be used to reduce the risk of not meeting the standard. Please remember that you are asking the bank to make an exception to a standard that is designed to protect the bank and its customers. Be as descriptive as possible with what checks and balances will be in place to ensure that the risk is minimized. "N/A" or "Low Risk" is not an acceptable risk mitigation control.

Understand that this is a security exception, and will use responsibly. Only need to transfer photos, will not transfer other file types

I certify that the above risk mitigation is in Yes place:

EXCEPTION REQUEST ATTACHMENTS

Name

Size

Type

Upload Date

No Records Found

SUBMISSION SECTION

You are about to submit a request to override an established standard of security. These standards are in place to protect the sensitive information assets of the bank, its employees and its customers. If you understand the risks associated with exceptions, feel that the request is still needed, AND YOU ACCEPT RESPONSIBILITY FOR THIS RISK, please select SUBMIT from the drop down below, then click SAVE at the top of the page. Otherwise, please select CANCEL from the drop down below, then click SAVE at the top of the page. To make changes, please click EDIT at the top of the page.

Exception Submission: Submit

Submit Date: 7/24/2019

Note:

EXHIBIT C

Message

From: Harrington, Jane [jharrington@mtb.com]
Sent: 7/25/2019 7:01:40 AM
To: Saraceni, Christine [CSARACENI@mtb.com]
Subject: 2 items i need

Chris,

I got a security exception for you to transfer photos? I am not sure what that is, we don't have photo's on our computers?

Also, I don't have your personal email.

Give me a call to discuss.

Please click on the links below to learn more about M&T's Reverse Mortgage for seniors

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<https://www.mtb.com/mortgages-loans/mortgages/reverse-mortgages>

Link for the M & T reverse video only:

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EXHIBIT D

Message

From: Saraceni, Christine [CSARACENI@mtb.com]
Sent: 7/25/2019 9:06:24 AM
To: Harrington, Jane [jharrington@mtb.com]
Subject: Re: please review

Cantinore27@gmail.com
cccs
Pathstone

From: Harrington, Jane <jharrington@mtb.com>
Date: July 25, 2019 at 8:59:16 AM EDT
To: Cappello, Joseph <jcappello@mtb.com>, DeNardo, Evan <edenardo@mtb.com>, Donner, Beth <BCDONNER@mtb.com>, Downs, Dick <RDOWNS@mtb.com>, Farrell, Patti <pmfarrell@mtb.com>, Harrington, Jane <jharrington@mtb.com>, Hoover, Bob <rhoover@mtb.com>, Jerome, John <jjerome@mtb.com>, Saraceni, Christine <CSARACENI@mtb.com>, Strauss, Steve <sstrauss@mtb.com>, Wilson, Bob <RDWILSON@mtb.com>, Zambrano, Dan <dzambrano@mtb.com>
Subject: please review

Everyone,

A couple items to keep in mind.

1. You can't take any of the briefcase buddy/G: drive tools or job aids with you. Those are property of M&T
2. You can't email yourself any of your client info, or M&T materials

Can you provide me the names of the local counselors as I will be calling them to officially let them know M&T is no longer in the business.

I will be sending an email to you all at M&T email and your personal email address if you have provided this morning.

Please click on the links below to learn more about M&T's Reverse Mortgage for seniors

Link to the M & T Reverse page:

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EXHIBIT E

Message

From: Saraceni, Christine [/O=EXCHANGEPROD/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=EMTGCSX]
Sent: 7/25/2019 10:52:39 AM
To: jsaraceni@primelending.com
Attachments: Reverse Mortgage - Information -contact list.pdf

Chris Saraceni
Banking Officer/M&T Bank
Reverse Mortgage Specialist
NY7-ROC6-Mailcode
M&T Bank at 3 City Center
Mortgage Division, Suite 600
Rochester, NY 14604
585-409-0392 Cell 855-718-6981 FAX
NMLS# 474731



Please click on the links below to learn more about M&T's Reverse Mortgage for seniors

Link to the M & T Reverse page:

<https://www.mtb.com/mortgages-loans/mortgages/reverse-mortgages>

Link for the M & T reverse video only:

<https://www.mtb.com/mortgages-loans/mortgages/reverse-mortgages/reverse-mortgage-right-for-me>

"If you choose not to receive e-mail from M&T Bank, or its affiliates, please let me know by responding to this e-mail or notifying me in writing at the address listed above"



Reverse Mortgage Department

As of Friday, July 26th M&T will no longer be actively in the reverse mortgage business.

To help you assist any of your clients, please refer to the following information that may be helpful to them.

As the manager of the department, I will be remaining until December 6th, and will be able to provide support with clients currently in application, or clients that have already secured a reverse mortgage.

I can be reached at 716-725-7227, or jharrington@mtb.com

Additional Resources for your reference:

For Clients with Servicing Questions on an Existing Reverse Mortgage:

Clients with questions regarding the servicing of their existing reverse mortgage should review their monthly statement for the name and contact information of their servicer. Clients who recently originated a reverse mortgage likely will be serviced by one of the following servicers:

- Sun West – 800-345-7884, select option 4
- RMF (Reverse Mortgage Funding), 866-654-0020
- FAR (Finance America Reverse), 866-654-0020
- RMS (Reverse Mortgage Solutions), 877-774-1419

If the loans were from some time ago, their servicer could have changed. The client should review their current monthly account statement for the most accurate reflection of the servicer.

For Clients Interested in Originating a Reverse Mortgage:

Please assist clients in the following ways to help them find a quality reverse mortgage lender.

- National Reverse Mortgage Lender Consumer site – has very informative website that includes a “Find a Lender” option by state, at www.reversemortgage.org

For the lenders below, each manager listed can identify the local sales person on their team for the client to contact:

- RMF - Vanessa White - Regional Reverse East Coast Manager - 201-232-8884
- FAR - Scott Norman - Reverse Retail Manager for all States - 512-423-4545
- CrossCountry - Susan Pomfret - SVP of Reverse Mortgage - 401-595-7300
- Norcom - John Luddy - SVP of Reverse Mortgage - 860-883-6783

Over the next several weeks, many of our experienced reverse loan officers will be landing at new companies in reverse mortgage roles. They will also be reaching out to you to discuss assisting you and future customers with their needs.

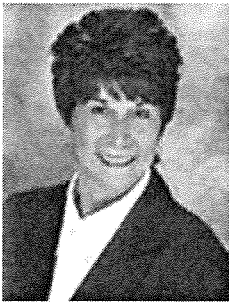
Thank you,
Jane Harrington
M&T Reverse Mortgage Manager / Admin. VP

EXHIBIT F

Message

From: Saraceni, Christine [/O=EXCHANGEPROD/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=EMTGCSX]
Sent: 7/25/2019 10:49:40 AM
To: cantinore27@gmail.com
Subject: Chairmans 2019-June
Attachments: Copy of June Chairmans Club - Reverse.xlsx

Chris Saraceni
Banking Officer/M&T Bank
Reverse Mortgage Specialist
NY7-ROC6-Mailcode
M&T Bank at 3 City Center
Mortgage Division, Suite 600
Rochester, NY 14604
585-409-0392 Cell 855-718-6981 FAX
NMLS# 474731



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Exhibit Subject
to M&T's
Motion to Seal

EXHIBIT G

Message

From: Saraceni, Christine [/O=EXCHANGEPROD/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=EMTGCSX]
Sent: 7/24/2019 4:26:22 PM
To: cantinore27@gmail.com
CC: jsaraceni@primelending.com
Subject: Database
Attachments: Top firms Database for Mail merging--Use this one.xlsx

Chris Saraceni
Banking Officer/M&T Bank
Reverse Mortgage Specialist
NY7-ROC6-Mailcode
M&T Bank at 3 City Center
Mortgage Division, Suite 600
Rochester, NY 14604
585-409-0392 Cell 855-718-6981 FAX
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